



Marine Electricals (India) Limited

B-1, Udyog Sadan-3, MIDC, Andheri (E), Mumbai-93, INDIA, Tel.: 91-22-40334300 Fax: 91-22-28364045 E-mail: info@marineelectricals.com
Website : www.marineelectricals.com CIN : L31907MH2007PLC176443 (Formerly known as Marine Electricals (I) Pvt. Ltd.)



Ref: MEIL/SEC/2020-21/90

Date: 05th February, 2021

The Manager

National Stock Exchange of India Ltd.

Exchange Plaza, C-1, Block- G,

Bandra Kurla Complex,

Bandra (East) Mumbai-400 051.

Fax No. 26598235/8237/8347.

Symbol: MARINE

Dear Sirs/Madam,

Subject: Results of the Postal ballot pursuant to Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015")

Ref: Postal Ballot Notice with reference number MEIL/SEC/2020-21/79

With reference to Postal Ballot Notice dated 31st December, 2020 sent to the members of the Company for seeking their approval with respect to the below mentioned resolution:

1. Sub-Division of Equity Shares of the Company.
2. Alteration of the Capital Clause in the Memorandum of Association of the Company Consequent to the Sub-Division of the Equity Shares of the Company

We would like to state that aforesaid resolution have been approved by members with requisite majority and shall be deemed to have been passed on 04th February, 2020, being the last day of receipt of E-voting on the above resolution.

Further we enclose herewith a copy of the Scrutinizer's report and a statement containing the details of voting results in the prescribed format pursuant to Regulation 44 of the SEBI Listing Regulations, 2015.

You are requested to take the same on record & oblige.

Thanking You.

Yours faithfully,

For Marine Electricals (India) Limited

Reesha

Ms. Reesha Ratanpal

Company Secretary and Compliance officer

ACS: 58695



Encl: As above



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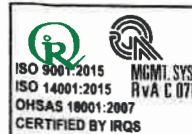
Company Name	Marine Electricals (India) Limited
Date of Postal Ballot	31 st December, 2020
Voting	
Start Date	Wednesday, 06 January, 2021 at 9.00 a.m
End Date	Thursday, 04 February, 2021 at 5.00 p.m
Total Number of shareholders on record date (cut off date - 01st January, 2021)	460
No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group	Not Applicable
Public	Not Applicable
No. Of Shareholders attended the meeting through video Conferencing:	Not Applicable
Promoters and Promoter Group	Not Applicable
Public	Not Applicable





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Resolution (1)								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)= [(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)] *100
Promote r and Promote r Group	E-Voting	18036250	18036250	100	18036250	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	18036250	18036250	100	18036250	0	100	0
Public- Institutio ns	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutio ns	E-Voting	6496800	866000	13.34	866000	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		400	0.00	400	0	100	0
	Total	6496800	866400	13.34	866400	0	100	0.00
Total		24533050	18902650	77.05	18902650	0	100	0.00





Marine Electricals (India) Limited

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Website : www.marineelectricals.com CIN : L31907MH2007PLC176443 (Formerly known as Marine Electricals (I) Pvt. Ltd.)



Resolution (2)								
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)= [(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]* 100	% of Votes against on votes polled (7)= [(5)/(2)] *100
Promote r and Promote r Group	E-Voting	18036250	18036250	100	18036250	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	18036250	18036250	100	18036250	0	100	0
Public- Institutio ns	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutio ns	E-Voting	6496800	866000	13.34	866000	0	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		400	0.00	400	0	100	0.00
	Total	6496800	866400	13.34	866400	0	100	0.00
Total		24533050	18902650	77.05	18902650	0	100	0.00





AKANSHA RATHI & ASSOCIATES

ICSI Regn.# S2017MH51130

Unit 16B, H&G House, Sector-11

CBD Belapur, NaviMumbai – 400 614

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SCRUTINIZERS REPORT ON E-VOTING AND POSTAL BALLOT PROCESS

(PURSUANT TO SECTION 108 & SECTION 110 OF THE COMPANIES ACT, 2013
READ WITH RULE 20 & 22 OF THE COMPANIES (MANAGEMENT AND
ADMINISTRATION) RULES 2014.)

Date: 05th February 2021

To,

The Chairman
Marine Electricals (India) Limited
B/1, Udyog Sadan No.3, MIDC,
Andheri (E), Mumbai -400093.

Dear, Sir/Madam

Subject: Scrutinizer Report on E-voting and Postal Ballot process conducted pursuant to the provisions of Section 108 and 110 of the companies Act 2013, ('the act') read with Rule 20 & 22 of The Companies (Management and Administration) Rules 2014.

The Board of Directors of Marine Electricals (India) Limited ('the Company') have vide resolution passed on 31st December 2020 decided to provide the members of the Company, a facility to exercise their voting Rights on the resolution for the following matters:

- 1. SUB-DIVISION OF EQUITY SHARES OF THE COMPANY.**
- 2. ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY CONSEQUENT TO THE SUB-DIVISION OF THE EQUITY SHARES OF THE COMPANY.**

Pursuant to the provisions of Section 108 and 110 of the companies Act 2013, ('the act') read with Rule 20 & 22 of The Companies (Management and Administration) Rules 2014.

I Akansha Ashish Rathi, Practicing Company Secretary having Membership Number **FCS: 9288 COP:10134**, Proprietor of Akansha Rathi & Associates, Navi Mumbai has been appointed as the scrutinizer by the Board of directors of Company vide resolution



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passed on 31st December 2020 as required under Section 108 and 110 of the companies Act 2013, read with Rule 20 & 22 of The Companies (Management And Administration) Rules 2014, for the purpose of Scrutinizing the E-voting process and Postal Ballot process in a fair and transparent manner and ascertain the requisite majority for passing of the aforesaid resolution.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013, the SEBI (Listing obligation and disclosure requirements) Regulation 2015 and the rules relating to voting through electronic means and postal ballot on the resolutions mentioned above resolution.

My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and postal ballot are conducted in a fair and transparent manner and make consolidated scrutinizer's report of the votes cast **in “favor” or “Against”** the resolution stated above, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) the authorized agency engaged by the Company.

The notice dated 31st December 2020 was sent to the shareholders of the Company along with statement setting out material facts under section 102 of the Companies Act 2013.

The members of the Company holding shares on the cutoff date i.e. Friday, 01st January 2021 were entitled to vote on the resolution proposed and set out in the postal Ballot Notice.

In this regard I submit my report as under:

1. E-voting period remained open from Wednesday, 06th January 2021 (9:00 A.M. IST) and ended on Thursday 04th February 2021 (5:00 P.M. IST).
2. The Postal Ballot Notice dated 31st December 2020 contained detailed procedure to be followed by the shareholders who are desirous of casting their votes through electronic means or Physical Ballot.
3. The notice was placed on the website of the Company (www.marineelectricals.com) forthwith after it was sent to the Members.
4. As prescribed in the aforesaid Rules, the company had released an advertisement, which was published in The Free Press Journal (English Version), Mumbai Edition and Navshakti newspaper (Marathi Version)



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Mumbai Edition on 05th January 2021, respectively and it carried the required information as specified in the said Rules.

5. At the end of the voting period on Thursday 04th February 2021 at 5.00 (P.M.) IST the voting portal of the service provider was blocked forthwith. On Thursday 04th February 2021 at 5.00 (P.M.) IST the votes casted through e-voting facility was duly unblocked by me as a scrutinizer in the presence of 2 witnesses who are not in employment of the Company.
6. The details containing list of the shareholders who voted for or against the resolution that was put to vote was downloaded from e-voting website of NSDL.(<https://www.evoting.nsdl.com>).
7. I have scrutinized the votes casted through electronic means and through postal ballot process for the purpose of the report.
8. The Company dispatched postal ballot forms along with postage prepaid business reply envelope on 04th January, 2021 to its members whose name(s) appeared on the register of Members List of beneficiaries as on 01st January 2021 and whose email ids were not registered for e-voting.
9. The Postal Ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such ballot forms.
10. The ballot were opened on Thursday, 04th February 2021 at 5:00 P.M. in my presence and the postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched /Confirmed with Register of Members of the Company /list of beneficiaries as on Friday, 01st January 2021 being the cutoff date for the dispatch of postal ballot notice. With the support of Registrar and Share Transfer Agent (“RTA”) of the company, signatures of members who had cast their votes were verified with their specimen signatures registered with RTA as provided by the depositories.
11. All the postal ballot forms received up to close of working hours i.e. 05:00 P.M. (IST) on Thursday, 04th February 2021 the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
12. I did not find any defaced or mutilated ballot paper.



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13. The envelopes containing postal ballot forms received after Thursday, 04th February 2021 were not considered for my scrutiny. Till the date of my report, I have not received any envelope after the closing of working hours on Thursday, 04th February 2021.
14. The particulars of all the votes casted by postal ballot as well as through e-voting process have been recorded in a register separately maintained for the purpose.
15. As a Scrutinizer the duly complied consolidated report of the remote e-voting carried out by the shareholders is as follows:

Resolution- 1: Ordinary Resolution

SUB-DIVISION OF EQUITY SHARES OF THE COMPANY.

Particulars	Number of members who cast their votes	Number of votes cast by them	% of total number of valid votes cast
Total Votes casted by electronic means	10	18902250	100.00
Total Votes received through Physical postal ballot forms	2	400	0.00
Total Invalid Votes	0	0	0.00
Total Valid Votes	12	18902650	100
Votes cast in favour of the Resolution (Promoters/Promoters group)	4	18036250	95.41
Votes cast in favour of Resolution (Public)	8	866400	4.58
Votes cast against the Resolution (Promoters/Promoters group)	0	0	0.00
Votes cast against the Resolution (Public)	0	0	0.00
Total votes in favour of the Resolution	12	18902650	100.00
Total Votes against the Resolution	0	0	0.00

Summary of voting result

Resolution required: Ordinary/Special						Ordinary			
Category	Mode of Voting	No of shares held (1)	No of Votes polled (2)	% of Votes casted on outstanding Shares (3) = [(2)/(1)] * 100	No of votes in Favour (4)	No of Votes Against (5)	% of votes in Favour 6=4/2* 100	% of votes Against 7=5/2* 100 Votes in Against	No of invalid votes
Promoter and Promoter Group	Postal Ballot	18036250	0	0	0	0	0	0	0
	E- voting		18036250	100.00	18036250	0	100.00	0.00	0
Public Institution	Postal Ballot	0	0	0.00	0	0	0.00	0.00	0
	E- voting		0	0.00	0	0	0.00	0.00	0
Public Non Institution	Postal Ballot	6496800	400	0.00	400	0	100.00	0.00	0
	E- voting		866000	13.34	866000	0	100.00	0.00	0
Total		24533050	18902650	77.05	18902650	0	100.00	0.00	0

**AKANSHA
RATHI**

Digitally signed by
AKANSHA RATHI
Date: 2021.02.05
15:46:11 +05'30'



AKANSHA RATHI & ASSOCIATES

ICSI Regn.# S2017MH51130

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Resolution- 2: Ordinary Resolution

ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY CONSEQUENT TO THE SUB-DIVISION OF THE EQUITY SHARES OF THE COMPANY.

Particulars	Number of members who cast their votes	Number of votes cast by them	% of total number of valid votes cast
Total Votes casted by electronic means	10	18902250	100.00
Total Votes received through Physical postal ballot forms	2	400	0.00
Total Invalid Votes	0	0	0.00
Total Valid Votes	12	18902650	100.00
Votes cast in favour of the Resolution (Promoters/Promoters group)	4	18036250	95.41
Votes cast in favour of Resolution (Public)	8	866400	4.58
Votes cast against the Resolution (Promoters/Promoters group)	0	0	0.00
Votes cast against the Resolution (Public)	0	0	0.00
Total votes in favour of the Resolution	12	18902650	100.00
Total Votes against the Resolution	0	0	0.00

Summary of voting result

Resolution required: Ordinary/Special						Ordinary			
Category	Mode of Voting	No of shares held (1)	No of Votes polled (2)	% of Votes casted on outstanding Shares (3) = [(2)/(1)] * 100	No of votes in Favour (4)	No of Votes Against (5)	% of votes in Favour 6=4/2* 100	% of votes Against 7=5/2* 100	No of invalid votes
Promoter and Promoter Group	Postal Ballot	18036250	0	0	0	0	0	0	0
	E- voting		18036250	100.00	18036250	0	100.00	0.00	0
Public Institution	Postal Ballot	0	0	0.00	0	0	0.00	0.00	0
	E- voting		0	0.00	0	0	0.00	0.00	0
Public Non Institution	Postal Ballot	6496800	400	0.00	400	0	100.00	0.00	0
	E- voting		866000	13.34	866000	0	100.00	0.00	0
Total		24533050	18902650	77.05	18902650	0	100.00	0.00	0

16. The register and all other papers and documents will remain in our safe custody until the Chairman considers, approves and signs the minutes and the same shall be handed over thereafter to the Company Secretary for safe keeping.

17. **Result:** The resolution have secured requisite majority of votes, the respective resolution be considered to have been passed. The Company Secretary or Chairman may accordingly declare the result of the voting.



AKANSHA RATHI & ASSOCIATES

ICSI Regn.# S2017MH51130

Unit 16B, H&G House, Sector-11

CBD Belapur, NaviMumbai – 400 614

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18. We are pleased to submit the Scrutinizers Report, which is comprehensive and self-explanatory in all respects.

Thanking You,

Yours Faithfully
For Akansha Rathi & Associates

AKANSHA RATHI Digitally signed by AKANSHA
RATHI
Date: 2021.02.05 15:49:00 +05'30'

Akansha Rathi
Company Secretary in Practice
FCS: 9288
COP:10134
UDIN NoF009288B002541609

Scrutinizer appointed for the E-voting and Postal Ballot by the Board of Directors.

Date: 05th February 2021
Place: Navi Mumbai

Certificate of Incorporation Consequent upon conversion to Public Limited Company



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: U31907MH2007PLC176443

Fresh Certificate of Incorporation Consequent upon Conversion from Private Company to Public Company

IN THE MATTER OF MARINE ELECTRICALS (INDIA) PRIVATE LIMITED

I hereby certify that MARINE ELECTRICALS (INDIA) PRIVATE LIMITED which was originally incorporated on Fourth day of December Two thousand seven under the Companies Act, 1956 as MARINE ELECTRICALS (INDIA) PRIVATE LIMITED and upon an intimation made for conversion into Public Limited Company under Section 18 of the Companies Act, 2013; and approval of Central Government signified in writing having been accorded thereto by the RoC - Mumbai vide SRN G94383015 dated 01.08.2018 the name of the said company is this day changed to MARINE ELECTRICALS (INDIA) LIMITED.

Given under my hand at Mumbai this First day of August Two thousand eighteen.



V T SAJEEVAN

Registrar of Companies

RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

MARINE ELECTRICALS (INDIA) LIMITED

B/1, UDYOG SADAN NO.3, MIDC,, ANDHERI (E),, MUMBAI,
Maharashtra, India, 400093





सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar of companies, Mumbai
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

Corporate Identity Number: U31907MH2007PTC176443

SECTION 13(1) OF THE COMPANIES ACT, 2013

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

The shareholders of M/s MARINE ELECTRICALS (INDIA) PRIVATE LIMITED having passed Special Resolution in the Annual/ Extra Ordinary General Meeting held on 04-01-2017 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section 13(1) of the Companies Act, 2013.

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given under my hand at Mumbai this Eighth day of February Two thousand seventeen.



SATYA PARKASH KUMAR
Registrar of Companies (STS)
Registrar of Companies
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

MARINE ELECTRICALS (INDIA) PRIVATE LIMITED

B/1, UDYOG SADAN NO.3, MIDC,, ANDHERI (E),, MUMBAI, Maharashtra,
India, 400093





प्रारूप 1
पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U31907MH2007PTC176443

2007 - 2008

मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स

MARINE ELECTRICALS (INDIA) PRIVATE LIMITED

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के भाग 9 के अधीन आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक चार दिसम्बर दो हजार सात को मेरे हस्ताक्षर से मुंबई में जारी किया जाता है।

Form 1
Certificate of Incorporation

Corporate Identity Number : U31907MH2007PTC176443

2007 - 2008

I hereby certify that MARINE ELECTRICALS (INDIA) PRIVATE LIMITED is this day incorporated under Part IX of the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given under my hand at Mumbai this Fourth day of December Two Thousand Seven



(SHYAM SUNDER.)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies

महाराष्ट्र, मुंबई
Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

MARINE ELECTRICALS (INDIA) PRIVATE LIMITED

B/1, UDYOG SADAN NO.3, MIDC., ANDHERI (E),

MUMBAI - 400093,

Maharashtra, INDIA

THE COMPANIES ACT 1956
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
MARINE ELECTRICALS (INDIA) LIMITED**

MEMORANDUM OF ASSOCIATION OF MARINE ELECTRICALS (INDIA) LIMITED**, a company under chapter IX of the Companies Act, 1956 made and entered at Mumbai this 30 day of NOV, 2006 by and between:

1. MR. VENKATESH KRISHNAPPA UCHIL, Indian Inhabitant Residing at 502, Heritage, Hiranandani Gardens, Powai, Mumbai – 400076 (hereinafter referred as the party of the First Part) of the First Part.
2. MRS. PREMLATA KRISHNAPPA UCHIL. Indian Inhabitant Residing at 502, Heritage, Hiranandani Gardens, Powai, Mumbai - 400076 (hereinafter referred as the party of the Second Part) of the Second Part
3. MR. VINAY KRISHNAPPA UCHIL, Indian Inhabitant Residing at 502, Heritage, Hiranandani Gardens, Powai, Mumbai - 400076 (hereinafter referred as the party of the Third Part) of the Third Part.
4. MRS. TANUJA DEEPAK PUDHIERKAR, Indian Inhabitant Residing at 501, Glen croft., Hiranandani Gardens, Powai, Mumbai - 400076 (hereinafter referred as the part) of the Fourth Part) of the Fourth Part.
5. MR. VILAS MAHADEO KUIKARNI, Indian Inhabitant Residing at 201, A Shivaji Apartments, N. S. Mankikar Road, Sion, Mumbai- 400022 (hereinafter referred as the party of the Fifth Part) of the Fifth Part
6. MR. BHALCHANDRA SITARAM BHALERAO, Indian Inhabitant Residing at 407, Helen, 33, St. Cyril Road, Bandra (West), Mumbai - 400050 (hereinafter referred as the part of the Sixth Part) of the Sixth Part.
7. MR. KALPESH SHASHIKAN'T MEHTA, Indian Inhabitant Residing at B-I031104, Chundula Park, Opp. Dena Bank, Bhayander (West) Thane- 401 110 (hereinafter referred to as the party of the Seventh Part) of the Seventh Part.

AND WHEREAS, originally the said partnership were formed by Mr. Venkatesh Krishnappa Uchil, & Mrs. Premlata Krishnappa Uchil vide partnership agreement dated 24th May, 2004 and was modified by Supplementary Deed of Admission dated 9th August, 2007 for admission of partners.

**Name Altered vide Special Resolution passed at the EGM of Shareholders on 25th July 2018.

AND WHEREAS, vide the supplementary deed of partnership dated 9th August, 2007, all Seven Parties of the above parts (as described above), have agreed to carry on business, in the existing registered partnership firm which was originally registered on 24th May, 2004 under the provisions of the Indian Partnership Act, 1932 with the Registrar of Firms, Maharashtra, Mumbai, vide Receipt No. BAA1603 under the name and style of M/s. MARINE ELECTRICALS.

WHEREAS the said firm has been carrying the business of manufacturers, producers, processors, contractors, repairs, exporters, importers, representatives, agents, traders in all types of marine electricals and electronics switch-gears, control-gears, electrical and electronic components its accessories and to provide consultancy services in designing, fabricating, installing and repairing all types of electrical and electronic installations in India or abroad from its principal place of business at B-1, Udyog Sadan-3, M.I.D.C., Marol Industrial Area, Andheri (East), Mumbai – 400 093, And Factory Premises at Plot No. S17 & S18 Verna Electronic City, Verna, Goa 403 722.

WHEREAS all the parties hereto who are the members of the said partnership for sake of smooth working and better and effective management and improvement and advancement of business, have agreed and decided in their meeting dated (copy-Annexure “A”) that all the members of the partnership being a Joint Stock Company within the meaning of the said Joint Stock Company under part IX of the Companies Act, 1956 as a Company for Carrying on and continuing the said business of the firm uninterrupted in a Joint Stock Company; and to abide by and be subject to the declaration and regulations contained in these Memorandum and Articles of Association and

Whereas the parties hereto have mutually agreed, that their share in the present Joint Stock Company represented by fixed capital of Rs.5,00,000/- and also through respective share in the current Capital Account right to assets. While conversion the fixed capital of the partners totaling Rs.5,00,000/- shall convert in the respective proportion of the equity share capital. And the shares in profit of partners shall continue exactly in the same proportion, when the joint Stock Company Partnership firm is registered as company and according to their respective Share holding in the Share Capital as the Members of the Joint Stock Company at the time of registration shall be in the following manner:

Sr. No.	Name of the Partner	No. of Equity Shares of Rs.10/- Fully Paid up.	Amount of fixed capital converted into share capital (Rs.)
1.	Mr. Venkatesh K. Uchil	24875	Rs. 2,48,750/-
2.	Mrs. Premlata K. Uchil	24875	Rs. 2,48,750/-
3.	Mr. Vinay K. Uchil	50	Rs.500/-
4.	Mrs. Tanuja D. Pudhierkar	50	Rs.500/-
5.	Mr. Vilas M. Kulkarni	50	Rs.500/-
6.	Mr. Bhalchandra S. Bhalerao	50	Rs.500/-
7.	Mr. Kalpesh S. Mehta	50	Rs.500/-
	TOTAL	50000	Rs.5,00,000/-

NOW THIS MEMORANDUM WITNESSETH AND IT IS HEREBY AGREED BY AND BETWEEN THE PARTIES HERETO THAT THEIR RIGHTS AND OBLIGATION BE GOVERNED BY THE FOLLOWING RESOLUTIONS THAT IS TO SAY:

In these presents, unless there be something in the subject or context inconsistent therewith, the expression "company" means the joint stock company and the Partnership herein referred to and after registration' of the company, the company so Incorporated.

I. The name of the company is "MARINE ELECTRICALS (INDIA) LIMITED"***

II. The Registered Office of the company will be situated in state of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.

III. The Objects for which the company is established are:

A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE :

1. To carry on the business as manufacturers, producers, processors, contractors, repairs, exporters, importers, representatives, agents, traders in all types of marine electricals and electronics switch-gears, control-gears, electrical and electronic components, its accessories and to provide consultancy services in designing, fabricating, installing and repairing all types of electrical and electronic installations in India or abroad.

*1A. To carry on in India or elsewhere, business as manufacturer, exporter, importer, consultant in designing, installing, maintenance and repair, contractor, subcontractor, distributor, stockiest, dealer, seller, buyer, agent and to undertake and also to carry out annual maintenance contracts, and any such other related business, service for photovoltaic/solar power panel, solar power plants, solar farms, solar power projects, solar rooftop systems, solar home power systems, solar water pumps, solar water heaters, solar cookers, solar home lighting, solar lanterns, solar gadget kits including solar mobile charger, solar bags, solar lights, solar lamps, wind turbines, generators, rotor, shaft, hydroelectric generator, turbine blade and any such other equipment related to renewable energy.

To convert the existing partnership firm M/S. MARINE ELECTRICALS into a private limited company under chapter IX of the companies Act, 1956 alongwith all its assets & liabilities & on such takeover the said firm shall stand dissolved.

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECT:

2. To do all or any of the above things as principals, agents, contractors, trustee or otherwise and through trustees, agents or otherwise and either alone or in conjunction with others.

3. To construct garages and store houses or other buildings for the maintenance of vehicles of the company.

4. To purchase, acquire and take over the business which the company is entitled to carry on and for that purpose to enter into necessary agreement, deeds and arrangements

*(Clause 1A amended vide Special resolution passed at the EGM of Shareholders held on 4th January, 2017)

** (Name Altered vide Special Resolution passed at the EGM of Shareholders on 25th July, 2018)

5. To acquire and hold shares, stocks, debenture-stock, bonds and obligations and securities issued and guaranteed by any company constituted or carrying on business in India or elsewhere, and debentures and debenture stocks, bonds, obligations and securities issued or guaranteed by any government, municipality, public body or local authority and any such share, stocks, debentures, debenture-stocks, bonds, obligations or otherwise, and to acquire by original subscription, tender, purchase exchange or otherwise and to subscribe for the same, either conditionally or otherwise and to guarantee the subscription thereof and to exercise and to enforce all rights and powers conferred by or incidental to the ownership thereof and any such shares, stocks, debentures, debenture-stocks, bonds, obligations or securities to sell or otherwise dispose of.
6. To acquire by concession, grant, purchase, barter, lease, licence or otherwise, either absolutely or conditionally, and either alone or jointly with other any lands, buildings, machinery, plant, utensils, works, conveyances and other moveable or immoveable property of any description and any patents, trade marks, concessions, privileges and other rights for the objects and business of the company and to construct, maintain and alter any buildings or works necessary or convenient for the purpose of the company, and to pay for such lands, buildings, works, property or rights, any other property and rights purchased or acquired by or for the company by shares, debentures, stocks, bonds or other securities of the company or by cash or otherwise and to manage, develop, sell it on lease or for hire or otherwise dispose of or turn to account the same, at such time or times, and in such manner, and for such consideration as may be deemed proper or expedient.
7. To issue debentures, debenture stocks, bonds, obligations and securities of all kinds, and to frame, constitute and secure the same as may seem expedient with full power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable, and either redeemable or otherwise and to charge or secure the same by trust, deed, or otherwise or the undertaking of the Company or upon any specific property and rights, present and future of the Company (including if though fit) uncalled capital or otherwise howsoever.
8. To acquire by concession, grant, purchase, barter, lease, licence or otherwise any tract or tracts on land or water in India or elsewhere together with such rights as may be agreed upon and granted by Government or the rulers or owners thereof and to expend such sums of moneys as may deemed requisite and advisable, in exploration, survey and development thereof.
9. To search for and to purchase or otherwise acquire from any Government, State or authority, any licences, concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account, and to work, develop, carry out, exercise and turn to account the same.
10. To enter into agreements with other persons, firms or companies or corporations, Governments, State or private for profit sharing, joint venture or other arrangement in connection with the main object of the company.
11. To apply for purchase or otherwise acquire and protect and renew, whether in India or elsewhere any patent rights, brevets, d'invention, licenses, protection, concessions and the like conferring and excluding of limits, rights to any inventions, secrets or other information which may seem capable of being used for any of the purposes of the Company and use, exercise, develop, manufacture under or grant license or privileges in respect or otherwise turn to account any patents, property rights, inventions, secrets or information so acquired and to spend moneys in experimenting upon, inventions, secrets or information so acquired or proposed to be acquired.

12. To establish and maintain agencies at any place or places in India or other parts of the world for the conduct of the business of the Company or for the purchase and sale of any merchandise, commodities, goods, wares, materials, produce, products, articles and things, required for or dealt in or manufactured by or at the Company.
13. To enter into any arrangements with any Government, State or authority, Municipal, local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Governments, or State or authority any rights, privileges and concessions, which the Company may think it desirable to obtain and to carry out and comply with any such arrangement and to exercise, dispose of or otherwise turn to account any such rights, privileges and concessions.
14. To pay for any properties, moveable and immoveable privileges or rights over property acquired by or for the Company either by shares, debentures, bonds or other securities of the Company and partly in cash or otherwise.
15. To borrow or raise or secure the payment of money or to receive money on deposit at interest or without interest for any of the purposes of the Company and at such time or times as may be thought fit by promissory notes, by taking credits in or opening current accounts with any person, firms, banks or by other means as the Directors may in their absolute discretion deem expedient and in particular by the issue of debenture or debenture stock, perpetual or otherwise and as security for any money so borrowed, raised, received and of and such debentures or debenture stock so issued to mortgage, pledge or charge the whole or any part of the property and assets of the assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem or payoff any such securities, provided that the Company shall not accept any deposit for the purpose of doing banking business subject to the provisions of Section 58-A and directives of Reserve Bank of India.
16. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debenture and other negotiable or transferable instruments and to buy, sell and deal in the same.
17. To invest and deal with the surplus monies and funds belonging or entrusted to or borrowed by the Company in lands, buildings, bullion, commodities, articles, goods, negotiable instruments, loans, advances against property or goods; Government, municipal and other bonds and securities and in such other investments and in such manner, as may from time to time be determined and to vary such investments and transactions and to lend monies to such persons and on such terms and with or without securities as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by any such persons.
18. To promote, form and register and aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise, for the purpose of acquiring all or any of the property, rights and liabilities of this Company and to transfer to any such company any property of the Company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stocks, debentures and other securities in or of any such company and to undertake the management work duties and business of any such company on such terms as may be arranged.
19. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction on which this Company is authorized to carry on or engage in or to amalgamate with any other company having objects altogether or in part similar to those of this Company and to lend money, to guarantee the contracts of or otherwise assist

any such person or company and to place, take or otherwise acquire or to be interested in to hold sell, deal in and dispose of shares, stocks, debentures and other securities of any such company

20. To sell, or in any other manner deal with or dispose of the undertaking or properties of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, stocks and other securities of any other company having objects altogether or in part similar to those of this Company.
21. To create reserve fund, sinking fund, insurance fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company.
22. To place to reserve or to distribute as bonus shares among the members or otherwise to apply as the Company may from time to time think fit any monies received by way of premium on shares or debentures issued at premium by the Company and any monies received in respect of forfeited shares and also any Monies arising from the sale by the Company of forfeited shares.
23. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art, by publication of books and periodicals and by granting prizes, rewards and donations.
24. To provide for the welfare of employees or ex-employees of the Company and the wives and families or the dependants or connections of such employees or by grants of money, pensions, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instructions and recreation hospital and dispensaries medical and attendances and other assistance as the Company shall think fit.
25. To remunerate the servants of the Company and others for any services rendered to the Company, as may be thought fit.
26. To aid pecuniarily or otherwise any association, body or movements having for its objects the solution settlement or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
27. Subject to the provisions of the Act, to distribute any of the property of the Company amongst the members in specie or in kind in the event of winding up.
28. To remunerate or make donations to (by cash or other assets or by the allotment of fully or partly paid shares or by a call or option on shares, debentures, debenture-stock or securities) any person or persons for services rendered or to be rendered in introducing any property or business to the Company or in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stock or other securities of the company or for any other reasons which the Company may think proper.
29. To pay all expenses of and incidental to the formation and registration of the Company and the issue of its capital.

30. To stand guarantors and be surety or answerable for the debts or defaults of any person, firm or company arising on contracts for payments or repayments of loans or the fulfillment of any delegations or performances by any such person, firm or company and to enter into contracts of indemnity or guarantee with such terms and' conditions as may seem necessary or expedient for effecting the same.
31. To sell, improve, alter, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the lands, properties, assets and rights and the resources and undertakings of the company in such manner and on such terms as the Directors may think fit.
32. To lend money to customers of and having dealings with the company and to others as may be expedient, provided that the Company shall not carry on the business of banking as defined by the Banking Regulation Act. 1949
33. To procure the incorporation, registration or other recognition of the Company in any Country, State or place outside India and to establish and maintain local registers and branches of business in any part of the world.
34. To subscribe or otherwise to assist or to pay monies or to guarantee monies to charitable, benevolent, religious, educational, scientific, national or other institutions or company and objects calculated to benefit the Company or persons employed by the Company or which shall have any moral or other claim to support or aid by the Company either by reason of locality of operations or of public and general utility or otherwise.
35. To carry on the business of millers and to set up mills for milling wheat, gram, other grains and cereals, dal, basin, maida, atta, suji and other allied products, and to manufacture and bye-products, and to manufacture food products such as biscuits, flakes, dalia and confectionery from flours of all kinds and description and to set up factories or mills for the manufacture thereof.

C. THE OTHER OBJECTS

36. To carry on the business as manufacturers of chemicals, manures, distillers, dye makers.
37. To acquire land and plots for colonisation or otherwise, sell plots, construct buildings for the sale and rent or both on instalments, either alone or jointly with any other companies or persons.
38. To carry on the business of hotel, restaurant, holiday home, resort, motel, within and outside India.
39. To carry on the business of manufacturing, spinning, weaving, knitting, crimping, combing, bleaching, processing, dyeing, printing, working in different kinds of fabrics, whether made of cotton, wool, silk, flax, hemp, jute, artificial silk, rayon and similar textile materials or yarns.

IV. The liability of the members is limited.

- *V. The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 15,00,00,000 (Fifteen Crores) Equity Shares of Rs. 2/- each (Rupees Two) each with the rights and privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being, with power to increase and reduce the capital of the Company and to vary, modify, or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act or provided by the Articles of Association of the Company for the time being.

Certified True Copy

For Marine Electricals (India) Limited

preetha

Company Secretary & Compliance Officer

**altered vide Shareholders Resolution dated 4th February, 2021, passed through Postal Ballot and E voting under section 61, 110 of the Companies Act 2013.*

We the several persons, whose names, addresses and descriptions are subscribed hereunder are desirous of being formed into a Company in pursuance of the Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names.

Name, address, description, and occupation of each Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Name, address, description & occupation of witness
Vilas Mahadeo Kulkarni 201, A Shivaji Apartments, Duncan Causeway, Sion, Mumbai – 400 022. S/o. Mahadeo Hari Kulkarni Occupation : Consultant	50 (Fifty)	Sd/-	Witness to all Sd/- Mr. Rishikesh R. Bandukar S/o. Mr. Ramakant R. Bandukar A-24, Velentive Apts., II CHS Ltd., Off. Gen. A. K. Vaidya Marg, Malad (East), Mumbai – 400 097. Occupation : Chartered Accountant
Bhalchandra Sitaram Bhalerao 407, Helen Haven, 33, St. Cyril Road, Bandra (West), Mumbai – 400 050 S/o. Sitaram V. Bhalerao Occupation : Consultant	50 (Fifty)	Sd/-	
Kalpesh Shashikant Mehta B-103/104, Chandula Park, Opp. Dena Bank, Bhayander (West), Thane – 401 110 S/o. Shashikant Vencharji Occupation : Service	50 (Fifty)	Sd/-	

Place : Mumbai

Date : This 30th Day of September, 2007

We the several persons, whose names, addresses and descriptions are subscribed hereunder are desirous of being formed into a Company in pursuance of the Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names.

Name, address, description, and occupation of each Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Name, address, description & occupation of witness
Venkatesh Krishnappa Uchil 502, Heritage, Hiranandani Gardens, Powai, Mumbai – 400 076. S/o. Krishnappa Deja Uchil Occupation : Business	24,875 (Twenty Four Thousand Eight Hundred Seventy Five)	Sd/-	Witness to all Sd/- Mr. Rishikesh R. Bandukar S/o. Mr. Ramakant R. Bandukar A-24, Velentive Apts., II CHS Ltd., Off. Gen. A. K. Vaidya Marg, Malad (East), Mumbai – 400 097. Occupation : Chartered Accountant
Premlata Krishnappa Uchil 502, Heritage, Hiranandani Gardens, Powai, Mumbai – 400 076. W/o. Krishnappa Deja Uchil Occupation : Business	24,875 (Twenty Four Thousand Eight Hundred Seventy Five)	Sd/-	
Vinay Krishnappa Uchil 502, Heritage, Hiranandani Gardens, Powai, Mumbai – 400 076. S/o. Krishnappa Deja Uchil Occupation : Business	50 (Fifty)	Sd/-	
Tanuja Deepak Pudhierkar 501, Glen Croft, Hiranandani Gardens, Powai, Mumbai – 400 076. D/o. Krishnappa Deja Uchil Occupation : Obsterician & Gynaecologist	50 (Fifty)	Sd/-	
TOTAL	50,000 (Fifty Thousand)		

Place : Mumbai

Date : This 30th Day of September, 2007